

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
	:
LEXINGTON PRECISION CORP., <u>et al.</u>,	:
	:
Debtors.	:
	:
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Chapter 11 Case No.
08-11153 (MG)
(Jointly Administered)

**ORDER PURSUANT TO SECTIONS 105(a) AND 366 OF THE BANKRUPTCY
CODE (I) APPROVING DEBTORS PROPOSED FORM
OF ADEQUATE ASSURANCE OF PAYMENT; (II) RESOLVING
OBJECTIONS BY UTILITY COMPANIES; AND (III) PROHIBITING
UTILITIES FROM ALTERING, REFUSING, OR DISCONTINUING SERVICE**

Upon the motion, dated April 2, 2008 (the "Motion"), of Lexington Precision Corporation and Lexington Rubber Group, Inc., as debtors and debtors in possession (collectively, "Lexington" or the "Debtors"), for entry of an order, pursuant to sections 105(a) and 366 of title 11 of the United States Code (the "Bankruptcy Code"), (i) approving the Debtors' Proposed Adequate Assurance¹; (ii) resolving any objections to the Motion by the Utility Companies that the Proposed Adequate Assurance is not adequate; and (iii) prohibiting Utility Companies from altering, refusing, or discontinuing service to, or discriminating against, the Debtors solely on the basis of the commencement of these cases or a debt that is owed by the Debtors for services provided prior to the commencement date, all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward, Acting C.J.); and consideration of the Motion and the relief

¹ All capitalized terms not defined herein shall the meaning used in the Motion.

requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided and no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Motion (the “Hearing”); and the appearances of all interested parties having been noted in the record of the Hearing; and upon the Affidavit of Dennis J. Welhouse Pursuant to Local Bankruptcy Rule 1007-2, the record of the Hearing, sworn to on April 1, 2008 (the “Welhouse Affidavit”), and all of the proceedings had before the Court; and the objection filed by Georgia Power having been withdrawn; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates and creditors, and all parties in interest and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted; and it is further

ORDERED that the Debtors’ Proposed Adequate Assurance satisfies the requirements under section 366 of the Bankruptcy Code; and it is further

ORDERED that any Utility Company having requested and received an Adequate Assurance Deposit shall not (a) discontinue, alter, or refuse service to, or discriminate against, the Debtors on the basis of the commencement of these chapter 11 cases or as a result of any unpaid prepetition charges, or (b) require additional adequate assurance of payment, other than the Adequate Assurance Deposit supplied; and it is further

ORDERED that any Utility Company that failed to request an Adequate Assurance Deposit by April 16, 2008 or did not file a timely Objection to the Motion is deemed

to have been provided with adequate assurance that is satisfactory to it, within the meaning of section 366 of the Bankruptcy Code; and it is further

ORDERED that the Debtors are authorized to supplement, as necessary, the list of Utility Companies annexed as Exhibit A hereto (the “Utility Service List”), and that this Order shall apply to any such Utility Company that is subsequently added to the Utility Service List; and it is further

ORDERED that any Adequate Assurance Deposit requested by, and provided to, any Utility Company pursuant to the Motion shall be returned to the Debtors at the conclusion of these chapter 11 cases, if not returned or applied earlier; and it is further

ORDERED that the Debtors are authorized and empowered to take all actions necessary or appropriate to implement the relief granted in this Order; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation and/or interpretation of this Order; and it is further

ORDERED that nothing in this Order or the Motion shall be deemed to constitute the postpetition assumption or adoption of any agreement pursuant to section 365 of the Bankruptcy Code; and it is further

ORDERED that the Debtors’ service of the Motion upon the Utility Companies shall not constitute an admission or concession that such entities are a utility within the meaning of section 366 of the Bankruptcy Code, and the Debtors reserve all rights and defenses with respect thereto; and it is further

ORDERED that the requirement set forth in Local Bankruptcy Rule 9013-1(b) for the filing of a separate memorandum of law in support of the Motion is satisfied.

Dated: **April 22, 2008**
New York, New York

/s/Martin Glenn
United States Bankruptcy Judge

Exhibit A

Lexington Precision Corporation List of Utility Companies				
Division	Description	Vendor Name	Vendor Address	Account #

<u>LEXINGTON RUBBER GROUP, INC.</u>				
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Vienna Facility:				
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Vienna:	Electric	Ohio Edison	PO Box 3637, Akron, OH 44309	110015626911, 11001636613
	Gas	Dominion East Ohio	PO Box 26785, Richmond, VA 23261	3420700255185
	Water/Sewer	Trumbull County Water	842 Youngstown-Kingsville Rd, Vienna, OH 44473	19-03-0002059-0000 28-03-9992039-0000
	Telephone	Embarq	PO Box 96064, Charlotte, NC 28296-00064	330-856-1121-387
	Telephone	Embarq	PO Box 219100, Kansas City, MO 64121-9100	925423967
	Data services	Embarq	PO Box 660068, Dallas, TX 75266-0068	020-8500
	Waste Removal	Waste Management	PO Box 9001054, Louisville, KY 40290-1054	784-0006915-1784-1

Rock Hill Facility:				
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	Electric	City of Rock Hill	PO Box 11646, Rock Hill, SC 29731-1646	1059150
	Water	City of Rock Hill	PO Box 11646, Rock Hill, SC 29731-1646	1053790
	Gas	York County Natural Gas Comporium	PO Box 11907, Rock Hill, SC 29731-1907	5255-24355 & 5255-83090
	Telephone	Communications	PO Box 1042, Rock Hill, SC 29731-7042	1011-4395-7
	Waste disposal	Allied Waste	PO Box 9001099, Louisville, KY 40290-1099	3-0742-2000686

North Canton Facility:				
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	Electric	Ohio Edison	PO Box 3637, Akron, OH 44309-3637	11-00-08-7008-2-2
	Gas	Dominion East Ohio	PO Box 26785, Richmond, VA 23261-6785	8-4210-0025-5194
	Water	City of North Canton PU	145 N. Main St., North Canton, OH 44720	19470-1
	Sewer	Stark County Sanitary Dept.	1701 Mahoning Rd. NE, PO Box 7906, Canton, OH	30-33466-00-8

44705				
Division	Description	Vendor Name	Vendor Address	Account #
	Telephone	AT & T	PO Box 8100, Aurora, IL 60507-8100	330-305-1040-657-1
	Telephone	WCS	5471 N. University DR, Coral Springs, FL 33067	124451
	Data services	AT & T	PO Box 8102, Aurora, IL 60507-8102	216 S66-3312-312
	Data services	CanNet Internet Services	PO Box 36696, Canton, OH 44735-6696	109009
	Waste disposal	Waste Management of Ohio	1006 W. Walnut St, Canal Winchester, OH 43110	784-0044458-1784-6
Jasper Facility:				
	Electric	Georgia Power Company	96 Annex Road, Atlanta, GA 30396	00033-2680518, 27657-3100416, 27237-3110216 27237-3100416, 27447-3100416
	Gas	Georgia Natural Gas	PO Box 659411, San Antonio, TX 78265-9411	002439984-2460954
	Water	City of Jasper	200 Burnt Mtn. Rd., Jasper, GA 30143	0033-15600-01, 0033-15610-01
	Telephone	ETC Communications, LLC	224 Dalton St, PO Box 2149, Ellijay, GA 30540	706-692-2417, 706-692-6390
	Data Services	ETC Communications, LLC	224 Dalton St, PO Box 2149, Ellijay, GA 30540	706-135-5974
	Telephone	Premiere Global Services	PO Box 404351, Atlanta, GA 30384-4351	546970
	Telephone	AT & T Easy Link Services	PO Box 6003, Carol Stream, IL 60197-6003	129-0793
	Telephone	Sprint	PO Box 219100, Kansas City, MO 64121-9100	354662180
	Waste Disposal	Advanced Disposal Services	PO Box 439, Cumming, GA 30130	517896
	Water Treatment	Superior Waste Services Inc	PO Box 1162, Smyrna, GA 30081	ZLI250-Lexington Ins
<u>LEXINGTON PRECISION CORPORATION</u>				
Lakewood Facility:				
	Electric	National Grid	300 Erie Blvd. W., Syracuse, NY 13202	75875-12111, 44475-13111
	Water/sewer	City of Jamestown, NY	PO Box 700, Jamestown, NY 14702-0700	112-5511-19
Rochester Facility:				
New York:	Electric & Gas	Energet!x	755 Brooks Ave., Rochester, NY 14619	9055, 9056, 214480
	Water	City Treasurer	City Hall Room 100A, 30 Church St., Rochester, NY 14614	6740280000, 6740040008, 6700190005
	Electric & Gas	Rochester Gas & Electric	89 East Avenue, Rochester, NY 14604	2001-4934-531, 2001-2308-183, 2001-

	Telephone	AT&T	PO Box 9001309, Louisville, KY 40290	2308-282 030-245-8267-001
Division	Description	Vendor Name	Vendor Address	Account #
	Telephone	Frontier Telephone	PO Box 23008, Rochester, NY 14692-3008	100208688
	Telephone	Sprint	PO Box 6271, Baltimore, MD 21264	0069944540-4
	Waste disposal	Safety-Kleen	5400 Legacy Drive, Plano, TX 75024	393595
	Waste disposal	Waste Management of NY	1661 Mt Read Blvd., Rochester, NY 14606	806-0004983-2225-4
	Security	ADT	PO Box 371967, Pittsburgh, PA 15250-7967	01300-108601755
Corporate Office:				
	Telephone	AT&T	PO Box 9001309, Louisville, KY 40290	030-394-9543-001, 216-591-1070-856-8
	Data services	Avaya	PO Box 5125, Carol Stream, IL 60197-5125	0100660713